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DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

TERASEN UTILITY SERVICES (U.S.) INC.

Certificate of Status	1
Certified Copy	3
Page Count	03
Estimated Charge	\$105.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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H052001390660 3

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Terasen Utility Services (U.S.) Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 98-0413291

(FBI number, if applicable)

4. 11/20/2003

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 128 N. Jefferson Street, Suite 300

Milwaukee, WI 53202

(Principal office address)

Same as principal office address

(Current mailing address)

8. Utility meter reading

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: National Corporate Research, Ltd.

Office Address: 103 N. Meridian Street

Tallahassee

(City)

Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

National Corporate Research, Ltd.

Amy Brown

By: Amy Brown, Asst. Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUN -3 PM 1:05

H052001390660 3

HD50001390660 3**A. DIRECTORS**Chairman: John ReidAddress: 1111 West Georgia Street, Suite 2400Vancouver, BC V6E 4M4 CANADAVice Chairman: Gordon BarefootAddress: 1111 West Georgia Street, Suite 2400Vancouver, BC V6E 4M4 CANADADirector: Brett HodsonAddress: 1111 West Georgia Street, Suite 2400Vancouver, BC V6E 4M4 CANADA

Director: _____

Address: _____

B. OFFICERSPresident: Brett HodsonAddress: 1111 West Georgia Street, Suite 2400Vancouver, BC V6E 4M4 CANADAVice President: Michael C. JordanAddress: 128 N. Jefferson Street, Suite 300Milwaukee, WI 53202Secretary: Debra G. NelsonAddress: 1111 West Georgia Street, Suite 2400, Vancouver, BC V6E 4M4 CANADATreasurer: VACANT

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Michael C. Jordan, Vice President & General Manager

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

05 JUN -3 PM 1:05

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HD50001390660 3

H050001390600 3

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TERASEN UTILITY SERVICES (U.S.) INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JUNE, A.D. 2005.

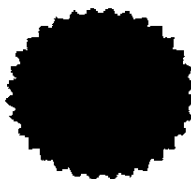
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TERASEN UTILITY SERVICES (U.S.) INC." WAS INCORPORATED ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

3730447 8300

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3924793

DATE: 06-03-05

H050001390600 3